

Quarterly Compliance Report on Corporate Governance

Name of the Company : **JHS SVENDGAARD LABORATORIES LIMITED**

Quarter ending on : **30TH SEPTEMBER, 2015**


Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	YES	Total Strength of the Board is - 9 No. of Independent Director is - 4 No. of Non Independent Director - 5
(B) Independent Directors	49 (IIB)	YES	Total No. of Independent Directors is - 4
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	Apart from receiving sitting fees Independent directors & Non Executive Directors do not have any material pecuniary relationships or transactions with the Company, subsidiaries, or associated companies. No commission has been paid during the quarter ended 30 th September, 2015.
(D) Other provisions as to Board and Committees	49 (IID)	YES	The Board meets at least four times a year and the maximum gap is not more than 120 days between any two meetings. The Board reviews the information as laid down under this sub clause. The Directors have made disclosures that they are not member in more than 10 committees or chairman of more than 5 committees across all the companies in which they are directors.
(E) Code of Conduct	49 (IIE)	YES	The Board of Directors have laid down and approved the Code of Conduct applicable to Board and Senior Management Team. The code has been posted on the website of the Company.
(F) Whistle Blower Policy	49 (IIF)	YES	Whistle Blower Policy is in place.
III. Audit Committee	49 (III)	YES	Our Committee Consists of 3 directors as member of Audit Committee and Two-Third members are Independent Directors.

(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	All Members of the Audit Committee are financially literate.
(B) Meeting of Audit Committee	49 (IIIB)	YES	During the quarter ended 30 th September, 2015, the meetings of Audit Committee were held on 02 nd July, 2015, 14 th July, 2015 and 13 th August, 2015.
(C) Powers of Audit Committee	49 (IIIC)	YES	The Committee has adequate powers to investigate, seek information, obtain outside legal or professional advice and secure attendance of outsiders with relevant expertise.
(D) Role of Audit Committee	49 (IIID)	YES	In line with the stipulation mentioned.
(E) Review of Information by Audit Committee	49 (IIIE)	YES	Audit Committee reviews all the information as per guidelines
IV. Nomination and Remuneration Committee	49 (IV)	YES	Total Strength of the Committee is 3 out of which 2 are independent directors.
V. Subsidiary Companies	49 (V)	YES	The Company has 3 (Three) Unlisted Subsidiaries. All provisions have been complied with.
VI. Risk Management	49 (VI)	YES	Risk Management Committee is in place.
VII. Related Party Transactions	49 (VII)	YES	All related party transactions are reviewed by the audit committee.
VIII. Disclosures	49 (VIII)	YES	-
(A) Related party transactions	49 (VIIIA)	YES	Summarized Statement (if any) pertaining to related party transactions are submitted on a quarterly basis to the audit committee.
(B) Disclosure of Accounting Treatment	49 (VIIIB)	YES	Applicable Accounting Standards are being complied with on a continual basis and due disclosure is made in annual report.
(C) Remuneration of Directors	49 (VIII C)	YES	Apart from sitting fees, none of the Non-Executive directors are receiving any



			remuneration. The remuneration of Managing Director and Whole time directors are being paid according to the resolution passed by the shareholders.
(D) Management	49 (VIII D)	YES	Management Discussion and Analysis Report is a part of Directors' Report, which is published in the Annual Report for the financial year 2014-15.
(E) Shareholders	49 (VIII E)	YES	All Necessary Informations are uploaded on the company's website as required.
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	NO	No such proceeds are generated during the quarter ended till 30 th September, 2015.
IX. CEO/CFO Certification	49 (IX)	YES	Detail of certification is a part of the Annual Report for the financial year 2014-15.
X. Report on Corporate Governance	49 (X)	YES	Report on Corporate Governance has been disclosed in the Annual Report for the financial year 2014-15.
XI. Compliance	49 (XI)	YES	Report on Compliances has been disclosed in the Annual Report for the financial year 2014-15.

For JHS Svendgaard Laboratories Limited


Dhiraj Kumar Jha
 (Company Secretary & Compliance Officer)
 M. No. A29838

Place: New Delhi

Date: 07th October, 2015